

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:	)	Chapter 11
	)	
W. R. GRACE & CO., <i>et al.</i> , <sup>1</sup>	)	Case No. 01-01139 (JKF)
	)	Jointly Administered
Debtors	)	

**NOTICE OF AGENDA OF MATTERS SCHEDULED FOR HEARING ON  
SEPTEMBER 8, 2009 AT 9:00 A.M. AND SEPTEMBER 9, 10, 11, 14, 15, 16 AND 17, 2009  
AT 9:00 A.M. BEFORE THE HONORABLE JUDITH K. FITZGERALD  
IN PITTSBURGH, PENNSYLVANIA**

PARTIES WISHING TO PARTICIPATE TELEPHONICALLY MUST MAKE  
ARRANGEMENTS THROUGH COURTCALL BY TELEPHONE (866-582-6878) OR  
FACSIMILE (866-533-2946), NO LATER THAN NOON ON SEPTEMBER 4, 2009 AND  
OTHERWISE COMPLY WITH THE *AMENDED ORDER ESTABLISHING CASE  
MANAGEMENT PROCEDURES AND HEARING SCHEDULE* [DOCKET NO. 7709]

**PHASE II CONFIRMATION:**

**Plan Documents**

(located in 6/22/09 Binders as indicated)

1. First Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code of W. R. Grace & Co., et al., The Official Committee of Asbestos Personal Injury Claimants, the Asbestos PI Future Claimants' Representative, and the Official Committee

<sup>1</sup> The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

of Equity Security Holders Dated February 27, 2009 [Filed: 2/27/09] (Docket No. 20872) [See 6/22/09 Binder 1, Agenda Item 1]

Related Documents:

- a. Debtors' Disclosure Statement for the First Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code of W. R. Grace & Co., et al., The Official Committee of Asbestos Personal Injury Claimants, the Asbestos PI Future Claimants' Representative, and the Official Committee of Equity Security Holders Dated February 27, 2009 [Filed: 2/27/09] (Docket No. 20873) [See 6/22/09 Binder 2, Agenda Item 1, Related Documents a.]
- b. Exhibit Book to First Amended Joint Plan of Reorganization and Disclosure Statement as of February 27, 2009 [Filed: 2/27/09] (Docket No. 20874) [See 6/22/09 Binders 3, 4 and 5, Agenda Item 1, Related Documents b.]
- c. Corrected Exhibit 25 to Exhibit Book to First Amended Joint Plan of Reorganization [Filed: 2/28/09] (Docket No. 20877) [See 6/22/09 Binder 5, Agenda Item 1, Related Documents c.]
- d. Second Corrected Exhibit 12 to Exhibit Book to First Amended Joint Plan of Reorganization [Filed: 3/5/09] (Docket No. 20919) [See 6/22/09 Binder 5, Agenda Item 1, Related Documents d.]
- e. Debtors' Plan Supplement to the First Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code of W. R. Grace & Co., et al., the Official Committee of Asbestos Personal Injury Claimants, The Asbestos PI Future Claimants' Representative, and the Official Committee of Equity Security Holders Dated February 27, 2009 [Filed: 5/8/09] (Docket No. 21594) [See 6/22/09 Binder 6, Agenda Item 1, Related Documents e.]
- f. Notice of Filing Amended Item 3 to Debtors' Plan Supplement to the First Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code of W. R. Grace & Co., et al., the Official Committee of Asbestos Personal Injury Claimants, The Asbestos PI Future Claimants' Representative, and the Official Committee of Equity Security Holders Dated February 27, 2009 [Filed: 5/15/09] (Docket No. 21706) [See 6/22/09 Binder 6, Agenda Item 1, Related Documents f.]
- g. Declaration of Kevin A. Martin Certifying Tabulation of Ballots Regarding Vote on First Amended Joint Plan of Reorganization [Filed: 6/8/09] (Docket No. 22020) [See 6/22/09 Binder 6, Agenda Item 1, Related Documents g.]
- h. [Signed] Third Amended Case Management Order Related to the First Amended Joint Plan of Reorganization [Filed: 5/5/09] (Docket No. 21544) [See 6/22/09 Binder 6, Agenda Item 1, Related Documents h.]
- i. **[Signed] Fourth Amended Case Management Order Related to the First Amended Joint Plan of Reorganization [Filed: 8/17/09] (Docket No. 22819) (Located in new binders submitted with this agenda.)**
- j. **Amended Declaration of Kevin A. Martin Certifying Tabulation of Ballots Regarding Vote on First Amended Joint Plan of Reorganization [Filed: 8/5/09] (Docket No. 22706) (Located in new binders submitted with this agenda.)**

### **Phase II Trial Pleadings:**

*(Located in new Binders submitted with this Agenda unless otherwise indicated.)*

- a. **Plan Proponents' Main Brief in Support of Plan Confirmation [Filed: 8/8/09] (Docket No. 22733)**
- b. Plan Proponents' Phase II Pre-Trial Statement [Filed: 7/20/09] (Docket No. 22562) and Description of Plan Proponent Witness Testimony [Filed: 7/20/09] (Docket No. 22564) *[See 7/27/09 Binder 4 Agenda Item 9, Plan Proponents' Phase II Pre-Trial Submissions a.]*
- c. **Notice of Submission of CD of Unpublished Documents Cited in August 8, 2009 Plan Proponents' Main Brief [Filed: 8/28/09] (Docket No. 23023)**
- d. **Notice of Filing and Service of Debtors' Chart Summarizing Final Objections to Its First Amended Joint Plan of Reorganization [Filed: TBD] (Docket No. TBD)**

### **Libby Related Phase II Trial Pleadings:**

- a. **Plan Proponents' Phase II Trial Brief in Response to Confirmation Objections of the Libby Claimants [Filed: 8/7/09] (Docket No. 22731)**
- b. **Trial Brief of Libby Claimants' in Opposition to Confirmation of First Amended Joint Plan of Reorganization [Filed: 7/13/09] (Docket No. 22439)**
- c. Libby Claimants' Objection to First Amended Joint Plan of Reorganization [Filed: 5/20/09] (Docket No. 21811) *[See 6/22/09 Binder 13, Agenda Item 1, Responses Received ll.]*
- e. Summary of Libby Claimants' Objection to First Amended Joint Plan of Reorganization [Filed: 6/2/09] (Docket No. 21952) *[See 6/22/09 Binder 13, Agenda Item 1, Responses Received qq.]*
- f. Libby Claimants' Phase II Pre-Trial Submission [Filed: 7/20/09] (Docket No. 22563) *[See 7/27/09 Binder 4, Agenda Item 9, Pre-Trial Submissions gg.]*
- g. Libby Claimants' Corrected Phase II Pre-Trial Exhibit List [Filed: 7/21/09] (Docket No. 22576) *[See 7/27/09 Binder 4, Agenda Item 9, Pre-Trial Submissions hh.]*

### **Insurer Related Phase II Trial Pleadings:**

- a. **Plan Proponents' Consolidated Phase II Brief Regarding Insurance Issues in Support of Confirmation of Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code [Filed: 8/7/09] (Docket No. 22728)**

### **AIU Insurers**

- b. Objection of Certain AIU Insurers to the Debtors' First Amended Joint Plan of Reorganization Dated February 27, 2009 [Filed: 5/20/09] (Docket No. 21777) *[See 6/22/09 Binder 10, Agenda Item 1, Responses Received q.]*

- b (i). **Trial Brief in Support of the Limited Objection of Certain AIU Insurers to the Debtors' First Amended Joint Plan of Reorganization [Filed: 7/13/09] (Docket No. 22421)**
- c. Pretrial Statement Regarding Issues to Be Raised by the AIU Insurers at the Phase II Confirmation Hearing and Evidence Expected to Be Introduced [Filed: 7/20/09] (Docket No. 22531) *[See 7/27/09 Binder 4, Agenda Item 9, Pre-Trial Submissions o.]*

**Allstate Insurance Company (Settlement Pending)**

- d. **Phase II Trial Brief on Behalf of Allstate Insurance Company, Solely as Successor in Interest to Northbrook Excess and Surplus Insurance Company, Formerly Northbrook Insurance Company, in Opposition to Confirmation of First Amended Joint Plan of Reorganization [Filed: 7/13/09] (Docket No. 22406)**
- e. Objections of Allstate Insurance Company to First Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code of W. R. Grace & Co., et al., The Official Committee of Asbestos Personal Injury Claimants, the Asbestos PI Future Claimants' Representative, and the Official Committee of Equity Security Holders Dated February 27, 2009 [Filed: 5/20/09] (Docket No. 21767) *[See 6/22/09 Binder 9, Agenda Item 1, Responses Received j.]*

**AXA Belgium**

- f. **Joinder of AXA Belgium to the Phase II Trial Brief for Fireman's Fund Insurance Company, Allianz S.P.A., F/K/A Riunione Adriatica Di Sicurta, and Allianz SE, F/K/A Allianz Aktiengesellschaft [Filed: 7/13/09] (Docket No. 22438)**
- g. AXA Belgium's Objections to the First Amended Joint Plan of Reorganization [Filed: 5/20/09] (Docket No. 21803) *[See 6/22/09 Binder 13, Agenda Item 1, Responses Received kk.]*
- h. Phase II Pre-Trial Statement of AXA Belgium [Filed: 7/20/09] (Docket No. 22545) *[See 7/27/09 Binder 4, Agenda Item 9, Pre-Trial Submissions aa.]*

**Continental Casualty Company**

- i. **Phase II Trial Brief for CNA Companies [Filed: 7/13/09] (Docket No. 22415)**
- j. Final Plan Objections of CNA Companies to the First Amended Joint Plan of Reorganization [Filed: 5/20/09] (Docket No. 21794) *[See 6/22/09 Binder 11, Agenda Item 1, Responses Received dd.]*
- k. CNA's Phase II Pretrial Submission [Filed: 7/20/09] (Docket No. 22528) *[See 7/27/09 Binder 4, Agenda Item 9, Pre-Trial Submissions l.]*

**Federal Insurance Company**

- l. Federal Insurance Company's Objections to the First Amended Joint Plan of Reorganization [Filed: 5/20/09] (Docket No. 21770) *[See 6/22/09 Binder 9, Agenda Item 1, Responses Received l.]*

- m. Federal Insurance Company's Pretrial Submission of Issues for Phase II of the Confirmation Hearing [Filed: 7/20/09] (Docket No. 22537) [See 7/27/09 Binder 4, Agenda Item 9, Pre-Trial Submissions u.]

#### **Firemen's Fund Insurance Company**

- n. **Non-Surety Claim Related Phase II Trial Brief of Fireman's Fund Insurance Company, Allianz S.P.A., F/K/A Riunione Adriatica Di Sicurta, and Allianz SE, F/K/A Allianz Aktiengesellschaft** [Filed: 7/13/09] (Docket No. 22418)
- o. Final Phase I and Non-Surety Claim Related Phase II Objections of Fireman's Fund Insurance Company, Allianz S.P.A., F/K/A Allianz Aktiengesellschaft to Confirmation of the First Amended Joint Plan of Reorganization [Filed: 5/20/09] (Docket No. 21781) [See 6/22/09 Binder 11, Agenda Item 1, Responses Received u.]
- p. Phase II "Surety Claim" Related Objections of Firemen's Fund Insurance Company, as a Creditor, to Confirmation of the First Amended Plan of Reorganization [Filed: 5/20/09] (Docket No. 21791) [See 6/22/09 Binder 11, Agenda Item 1, Responses Received aa.]
- q. Joinder of Fireman's Fund Insurance Company, Allianz S.P.A., F/K/A Riunione Adriatica Di Sicurta, and Allianz SE, F/K/A Allianz Aktiengesellschaft to Confirmation objections with Respect to the First Amended Joint Plan of Reorganization [Filed: 6/4/09] (Docket No. 21975) [See 6/22/09 Binder 13, Agenda Item 1, Responses Received rr.]
- r. Pre-Trial Submission of Fireman's Fund Insurance Company, with Respect to Its "Surety Claim", for Phase II of the Hearing on Confirmation of the First Amended Plan of Reorganization [Filed: 7/20/09] (Docket No. 22559) [See 7/27/09 Binder 4, Agenda Item 9, Pre-Trial Submissions ff.]

#### **Hartford**

- s. Joinder to Plan Objections [Filed: 5/20/09] (Docket No. 21802) [See 6/22/09 Binder 13, Agenda Item 1, Responses Received jj.]
- t. **Hartford's Trial Brief in Support of Objections to Confirmation of First Amended Joint Plan of Reorganization** [Filed: 7/13/09] (Docket No. 22431)
- u. Hartford's Pre-Trial Statement [Filed: 7/20/09] (Docket No. 22519) [See 7/27/09 Binder 4, Agenda Item 9, Pre-Trial Submissions d.]

#### **Government Employees Insurance Company**

- v. **Phase II Trial Brief of Government Employees Insurance Company and Republic Insurance Company N/K/A Starr Indemnity & Liability Company in Opposition to Confirmation of Amended Joint Plan of Reorganization** [Filed: 7/13/09] (Docket No. 22434)

- w. Final Objections of Government Employees Insurance Co. and Republic Insurance Company N/K/A Starr Indemnity & Liability Company to Confirmation of Amended Joint Plan of Reorganization [Filed: 5/20/09] (Docket No. 21771) [*See 6/22/09 Binders 9 and 10, Agenda Item 1, Responses Received m.*]
- x. Phase II Pre-Trial Submission of Government Employees Insurance Company and Republic Insurance Company N/K/A Starr Indemnity & Liability Company [Filed: 7/20/09] (Docket No. 22548) [*See 7/27/09 Binder 4, Agenda Item 9, Pre-Trial Submissions cc.*]

**London Market Insurance Companies (Settlement Pending)**

- y. **Phase II Trial Brief of Certain London Market Insurance Companies [Filed: 7/13/09] (Docket No. 22424)**
- z. Objection of Certain London Market Insurance Companies to Confirmation of First Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code of W. R. Grace & Co., et al., The Official Committee of Asbestos Personal Injury Claimants, the Asbestos PI Future Claimants' Representative, and the Official Committee of Equity Security Holders Dated February 27, 2009 [Filed: 5/20/09] (Docket No. 21801) [*See 6/22/09 Binder 13, Agenda Item 1, Responses Received ii.*]
- aa. Phase II Pre-Trial Statement of Certain London Market Insurance Companies [Filed: 7/20/09] (Docket No. 22512) [*See 7/27/09 Binder 4, Agenda Item 9, Pre-Trial Submissions a.*]

**Maryland Casualty Company**

- bb. **Maryland Casualty Company's Brief in Support of Its Phase II Objections to First Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code of W. R. Grace & Co., et al., the Official Committee of Asbestos PI Future Claimants' Representative, and the Official Committee of Equity Security Holders Dated as of February 27, 2009 [Filed: 7/13/09] (Docket No. 22426)**
- cc. Maryland Casualty Company's Objection to First Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code of W. R. Grace & Co., et al., The Official Committee of Asbestos Personal Injury Claimants, the Asbestos PI Future Claimants' Representative, and the Official Committee of Equity Security Holders Dated February 27, 2009 [Filed: 5/20/09] (Docket No. 21783) [*See 6/22/09 Binder 11, Agenda Item 1, Responses Received w.*]
- dd. Pre-Trial Submission of Maryland Casualty Company [Filed: 7/20/09] (Docket No. 22527) [*See 7/27/09 Binder 4, Agenda Item 9, Pre-Trial Submissions k.*]

**National Union Fire Insurance Company**

- ee. **Trial Brief in Support of Objection of National Union Fire Insurance Company of Pittsburgh, PA to Confirmation of the First Amended Joint Plan of Reorganization and Joinder [Filed: 7/13/09] (Docket No. 22422)**
- ff. Objection of National Union Fire Insurance Company of Pittsburgh, PA. to Confirmation of the First Amended Joint Plan of Reorganization Dated February

27, 2009 and Joinder [Filed: 5/20/09] (Docket No. 21779) [See 6/22/09 Binder 11, Agenda Item 1, Responses Received s.]

- gg. Pre-Trial Statement Regarding Issues to Be Raised By National Union Fire Insurance Com of Pittsburgh, PA at the Phase II Confirmation Hearing and Evidence Expected to Be Introduced [Filed: 7/20/09] (Docket No. 22525) [See 7/27/09 Binder 4, Agenda Item 9, Pre-Trial Submissions i.]

**One Beacon America/Seaton Insurance Company**

- hh. **Phase II Trial Brief of Creditors One Beacon America Insurance Company and Seaton Insurance Company in Opposition to Confirmation of Amended Joint Plan of Reorganization** [Filed: 7/13/09] (Docket No. 22433)
- ii. Final Objections of OneBeacon America Insurance Company and Seaton Insurance Company to Confirmation of Amended Joint Plan of Reorganization [Filed: 5/20/09] (Docket No. 21763) [See 6/22/09 Binders 7, 8 and 9, Agenda Item 1, Responses Received h.]
- jj. Phase II Pre-Trial Submission of Creditors OneBeacon America Insurance Company and Seaton Insurance Company [Filed: 7/20/09] (Docket No. 22547) [See 7/27/09 Binder 4, Agenda Item 9, Pre-Trial Submissions bb.]

**TIG Insurance and United States Fire Insurance Companies**

- kk. Joinder in Plan Objections of Other Insurers [Filed: 5/20/09] (Docket No. 21800) [See 6/22/09 Binder 13, Agenda Item 1, Responses Received hh.]

**Travelers Casualty and Surety Company**

- ll. **[Filed Under Seal] Travelers Casualty and Surety Company's Phase II Trial Brief Objecting to Confirmation of First Amended Joint Plan of Reorganization Dated February 27, 2009** [Filed: 7/13/09] (Docket No. 22420)
- mm. [Filed Under Seal] Travelers Casualty and Surety Company's Final Objections to Confirmation of First Amended Joint Plan of Reorganization Dated February 27, 2009 [Filed: 5/20/09] (Docket No. 21796) [See 6/22/09 Binder 10, Agenda Item 1, Responses Received ff.]
- nn. Travelers Casualty and Surety Company's Phase II Pre-Trial Submission [Filed: 7/20/09] (Docket No. 22539) [See 7/27/09 Binder 4, Agenda Item 9, Pre-Trial Submissions w.]
- oo. **Omitted.**

**Zurich Insurance Company**

- pp. **Zurich Insurance Company and Zurich International (Bermuda) LTD.'s Brief in Support of Its Phase II Objections to First Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code of W. R. Grace & Co., et al., the Official Committee of Asbestos PI Future Claimants' Representative, and the Official Committee of Equity Security Holders Dated February 27, 2009** [Filed: 7/13/09] (Docket No. 22413)

- qq. Zurich Insurance Company and Zurich International (Bermuda) LTD.'s Objection to First Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code of W. R. Grace & Co., et al., The Official Committee of Asbestos Personal Injury Claimants, the Asbestos PI Future Claimants' Representative, and the Official Committee of Equity Security Holders Dated February 27, 2009 [Filed: 5/20/09] (Docket No. 21764) *[See 6/22/09 Binder 9, Agenda Item 1, Responses Received r.]*
- rr. Pre-Trial Submission of Zurich Insurance Company and Zurich International (Bermuda) LTD [Filed: 7/20/09] (Docket No. 22535) *[See 7/27/09 Binder 4, Agenda Item 9, Pre-Trial Submissions s.]*

**Bank Lender Related Phase II Trial Pleadings:**

- a. **Plan Proponents' Phase II Brief Regarding Bank Lender Issues in Support of Confirmation of Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code [Filed: 8/8/09] (Docket No. 22732)**
- b. **Joint Pre-Trial Memorandum of the Official Committee of Unsecured Creditors and Bank Lender Group in Opposition to Confirmation of First Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code [Filed: 7/13/09] (Docket No. 22441)**
  - i. **Exhibits 1 through 6 to Compendium of Exhibits to Joint Pre-Trial Memorandum of the Official Committee of Unsecured Creditors and Bank Lender Group in Opposition to Confirmation of First Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code [Filed: 7/13/09] (Docket No. 22442)**
  - ii. **Exhibits 7 through 32 to Compendium of Exhibits to Joint Pre-Trial Memorandum of the Official Committee of Unsecured Creditors and Bank Lender Group in Opposition to Confirmation of First Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code [Filed: 7/13/09] (Docket No. 22443)**
  - iii. **Exhibit 33 to Compendium of Exhibits to Joint Pre-Trial Memorandum of the Official Committee of Unsecured Creditors and Bank Lender Group in Opposition to Confirmation of First Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code [Filed: 7/13/09] (Docket No. 22444)**
- c. Bank Lender Group's Objection to Confirmation of First Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code [Filed: 5/20/09] (Docket No. 21789) *[See 6/22/09 Binder 11, Agenda Item 1, Responses Received y.]*
- d. Objection of the Official Committee of Unsecured Creditors to Confirmation of the First Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code of W. R. Grace & Co., et al., The Official Committee of Asbestos Personal Injury Claimants, the Asbestos PI Future Claimants' Representative, and the Official Committee of Equity Security Holders Dated February 27, 2009 [Filed: 5/20/09] (Docket No. 21790) *[See 6/22/09 Binder 11, Agenda Item 1, Responses Received z.]*

- e. The Official Committee of Unsecured Creditors and Bank Lender Group's Joint Pre-Trial Submission for Phase II of the Confirmation Hearing [Filed: 7/20/09] (Docket No. 22513) *[See 7/27/09 Binder 4, Agenda Item 9, Pre-Trial Submissions b.]*
- f. **Notice of Morgan Stanley Senior Funding's Incorporation of Brief Date May 19, 2009 Regarding the Filing of Trial Briefs in Connection with Phase II Hearing [Filed: 7/13/09] (Docket No. 22416)**
- g. Objection of Morgan Stanley Senior Funding, Inc. to the First Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code of W. R. Grace & Co., et al., The Official Committee of Asbestos Personal Injury Claimants, the Asbestos PI Future Claimants' Representative, and the Official Committee of Equity Security Holders Dated February 27, 2009 [Filed: 5/19/09] (Docket No. 21752) *[See 6/22/09 Binder 7, Agenda Item 1, Responses Received e.]*
- h. Phase II Pre-Trial Submission of Morgan Stanley Senior Funding, Inc. Pursuant to Order Regarding Phase II Pre-Trial Proceedings [Filed: 7/20/09] (Docket No. 22532) *[See 7/27/09 Binder 4, Agenda Item 9, Pre-Trial Submissions p.]*

**Other Phase II Issues:**

**Anderson Memorial Hospital**

- i. Anderson Memorial Hospital's Objections to Confirmation of Debtors' First Amended Joint Plan [Filed: 5/20/09] (Docket No. 21782) *[See 6/22/09 Binder 11, Agenda Item 1, Responses Received v.]*
- j. City of Vancouver's Joinder in Anderson Memorial Hospital's Objection to Debtors' First Amended Joint Plan [Filed: 5/20/09] (Docket No. 21792) *[See 6/22/09 Binder 11, Agenda Item 1, Responses Received bb.]*
- k. School District 68 Nanaimo-Ladysmith's Joinder in Anderson Memorial Hospital's Objection to Debtors' First Amended Joint Plan [Filed: 5/20/09] (Docket No. 21793) *[See 6/22/09 Binder 11, Agenda Item 1, Responses Received cc.]*
- k(i). **Anderson Memorial Hospital's Trial Brief on Phase II Objections to Confirmation of Debtors' First Amended Joint Plan [Filed: 7/13/09] (Docket No. 22437)**
- l. Anderson Memorial Hospital's Pre-Trial Submission [Filed: 7/20/09] (Docket No. 22557) *[See 7/27/09 Binder 4, Agenda Item 9, Pre-Trial Submissions dd.]*

**BNSF Railway Company**

- m. **[Filed Under Seal] Trial Brief of BNSF Railway Company Objecting to Confirmation of the First Amended Chapter 11 Plan of W. R. Grace & Co., et al., the Official Committee of Asbestos PI Future Claimants' Representative, and the Official Committee of Equity Security Holders Dated February 3, 2009 [Filed: 7/13/09] (Docket No. 22410)**

- n. Objections of BNSF Railway Company to Confirmation of the First Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code of W. R. Grace & Co., et al., The Official Committee of Asbestos Personal Injury Claimants, the Asbestos PI Future Claimants' Representative, and the Official Committee of Equity Security Holders Dated February 27, 2009 [Filed: 5/20/09] (Docket No. 21769) *[See 6/22/09 Binder 9, Agenda Item 1, Responses Received k.]*
- o. Pre-Trial Submission of BNSF Railway Company [Filed: 7/20/09] (Docket No. 22526) *[See 7/27/09 Binder 4, Agenda Item 9, Pre-Trial Submissions j.]*

#### **Edwards Judgment Claimants**

- p. Objection of Edwards Judgment Claimants to the First Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code of W. R. Grace & Co., et al., The Official Committee of Asbestos Personal Injury Claimants, the Asbestos PI Future Claimants' Representative, and the Official Committee of Equity Security Holders Dated February 27, 2009 [Filed: 5/20/09] (Docket No. 21773) *[See 6/22/09 Binder 10, Agenda Item 1, Responses Received n.]*

#### **Firemen's Fund Surety Claim**

- q. Fireman's Fund Insurance Company's Phase II Trial Brief Relating to Its "Surety Claim") [Filed: 7/13/09] (Docket No. 22412) *[See 6/22/09 Binder 11, Agenda Item 1, Responses Received u.]*
- r. Phase II "Surety Claim" Related Objections of Firemen's Fund Insurance Company, as a Creditor, to Confirmation of the First Amended Plan of Reorganization [Filed: 5/20/09] (Docket No. 21791) *[See 6/22/09 Binder 11, Agenda Item 1, Responses Received aa.]*

#### **Garlock Sealing Technologies, LLC**

- s. **Phase II Trial Brief of Garlock Sealing Technologies, LLC in Opposition to Confirmation of Proponents' First Amended Joint Plan of Reorganization** [Filed: 7/13/09] (Docket No. 22428)
- t. Objection of Garlock Sealing Technologies, LLC to Confirmation of First Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code of W. R. Grace & Co., et al., The Official Committee of Asbestos Personal Injury Claimants, the Asbestos PI Future Claimants' Representative, and the Official Committee of Equity Security Holders Dated February 27, 2009 [Filed: 5/20/09] (Docket No. 21795) *[See 6/22/09 Binder 11, Agenda Item 1, Responses Received ee.]*
- u. Phase II Pre-Trial Statement of Garlock Sealing Technologies, LLC [Filed: 7/20/09] (Docket No. 22542) *[See 7/27/09 Binder 4, Agenda Item 9, Pre-Trial Submissions y.]*

#### **Kaneb Pipe Line Operating Partnership L.P.**

- v. **Kaneb Pipe Line Operating Partnership, L.P. and Support Terminal Services, Inc.'s Trial Brief in Support of Their Objection to Confirmation of the First Amended Joint Plan of Reorganization Under Chapter 11 of the**

**Bankruptcy Code of W. R. Grace & Co., et al., the Official Committee of Asbestos PI Future Claimants' Representative, and the Official Committee of Equity Security Holders [Filed: 7/13/09] (Docket No. 22417)**

- w. Kaneb Pipe Line Operating Partnership, L.P. and Support Terminal Services, Inc.'s Final Objection to Confirmation of the "First Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code of W. R. Grace & Co., et al., The Official Committee of Asbestos Personal Injury Claimants, the Asbestos PI Future Claimants' Representative, and the Official Committee of Equity Security Holders Dated February 27, 2009 [Filed: 5/15/09] (Docket No. 21707) *[See 6/22/09 Binder 7, Agenda Item 1, Responses Received d.]*
- x. Kaneb Pipe Line Operating Partnership, L.P. and Support Terminal Services, Inc.'s Pre-Trial Submissions Pursuant to Order Regarding Phase II Pre-Trial Hearings [Filed: 7/20/09] (Docket No. 22530) *[See 7/27/09 Binder 4, Agenda Item 9, Pre-Trial Submissions n.]*

**Libby Claimants re Best Interest Test**

- y. **Supplemental Trial Brief of Libby Claimants in Opposition to Confirmation of First Amended Joint Plan of Reorganization, Addressing Best Interests of Creditors Test Under 11 U.S.C. § 1129(a)(7) [Filed: 8/26/09] (Docket No. 22965)**

**Longacre Master Fund, LTD.**

- z. **Trial Brief of Longacre Master Fund, LTD. and Longacre Capital Partners (QP), L.P. Objecting to Confirmation of the First Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code of W. R. Grace & Co., et al., the Official Committee of Asbestos PI Future Claimants' Representative, and the Official Committee of Equity Security Holders Dated as of February 27, 2009 [Filed: 7/13/09] (Docket No. 22427)**
- aa. Objection of Longacre Master Fund, LTD. and Longacre Capital Partners (QP), L.P., to Confirmation of the First Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code of W. R. Grace & Co., et al., The Official Committee of Asbestos Personal Injury Claimants, the Asbestos PI Future Claimants' Representative, and the Official Committee of Equity Security Holders Dated February 27, 2009 [Filed: 5/20/09] (Docket No. 21778) *[See 6/22/09 Binder 11, Agenda Item 1, Responses Received r.]*
- bb. Pre-Trial Submission of Longacre Master Fund, LTD and Longacre Capital Partners (QP), L.P., in Connection with Phase II Hearing to Consider Confirmation of the First Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code of W. R. Grace & Co., et al., The Official Committee of Asbestos Personal Injury Claimants, the Asbestos PI Future Claimants' Representative, and the Official Committee of Equity Security Holders Dated February 27, 2009 [Filed: 7/20/09] (Docket No. 22536) *[See 7/27/09 Binder 4, Agenda Item 9, Pre-Trial Submissions t.]*

**Scotts Company LLC (Settlement Pending)**

- cc. **Phase II Trial Brief of the Scotts Company LLC in Support of its Objection to Confirmation of first Amended Joint Plan of Reorganization [Filed: 7/13/09] (Docket No. 22425)**

- dd. Objection of the Scotts Company LLC to Confirmation of First Amended Joint Plan of Reorganization [Filed: 5/20/09] (Docket No. 21775) [*See 6/22/09 Binder 10, Agenda Item 1, Responses Received o.*]
- ee. Pre-Trial Submission of the Scotts Company LLC in Connection with Phase II Confirmation Hearing [Filed: 7/20/09] (Docket No. 22522) [*See 7/27/09 Binder 4, Agenda Item 9, Pre-Trial Submissions g.*]

**State of Montana**

- ff. **The State of Montana's Phase II Trial Brief in Opposition to Confirmation of the First Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code of W. R. Grace & Co., et al., the Official Committee of Asbestos PI Future Claimants' Representative, and the Official Committee of Equity Security Holders** [Filed: 7/13/09] (Docket No. 22429)
- gg. The State of Montana's Brief in Opposition to Confirmation of the First Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code of W. R. Grace & Co., et al., The Official Committee of Asbestos Personal Injury Claimants, the Asbestos PI Future Claimants' Representative, and the Official Committee of Equity Security Holders Dated February 27, 2009 [Filed: 5/20/09] (Docket No. 21785) [*See 6/22/09 Binder 11, Agenda Item 1, Responses Received x.*]
- hh. The State of Montana's Pretrial Submission Regarding Issues to be Raised and Evidence to be Presented By the State of Montana at the Phase II Confirmation Hearing [Filed: 7/20/09] (Docket No. 22517) [*See 7/27/09 Binder 4, Agenda Item 9, Pre-Trial Submissions c.*]
- ii. **Omitted.**

**St. Paul Companies (Settlement Pending)**

- jj. Limited Objection and Reservation of Rights of the St. Paul Companies to the First Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code of W. R. Grace & Co., et al., The Official Committee of Asbestos Personal Injury Claimants, the Asbestos PI Future Claimants' Representative, and the Official Committee of Equity Security Holders Dated February 27, 2009 [Filed: 5/27/09] (Docket No. 21876) [*See 6/22/09 Binder 13, Agenda Item 1, Responses Received pp.*]

**United States Trustee**

- kk. Acting United States Trustee's Objection to the First Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code of W. R. Grace & Co., et al., The Official Committee of Asbestos Personal Injury Claimants, the Asbestos PI Future Claimants' Representative, and the Official Committee of Equity Security Holders Dated February 27, 2009 [Filed: 5/20/09] (Docket No. 21797) [*See 6/22/09 Binder 13, Agenda Item 1, Responses Received gg.*]
- ll. Acting United States Trustee's Pre-Trial Submission Related to Phase II Confirmation Hearing [Filed: 7/20/09] (Docket No. 22529) [*See 7/27/09 Binder 4, Agenda Item 9, Pre-Trial Submissions m.*]

**Phase II Feasibility Trial Briefs:**

- a. **[Filed Under Seal] Plan Proponents' Brief in Support of Plan Confirmation Regarding Feasibility [Filed: 8/26/09] (Docket No. 22959)**
- b. **Anderson Memorial Hospital's Objections to Confirmation of Debtors' First Amended Joint Plan Regarding Feasibility [Filed: 8/25/09] (Docket No. 22963)**

**Status:** This matter will go forward.

**SETTLEMENTS:**

- 2. **Debtors' Motion for an Order Approving the Settlement Agreement By and Between W. R. Grace & Co., et al. and the Scotts Company [Filed: 8/8/09] (Docket No. 22735)**

**Related Documents:**

- a. **[Proposed] Order Pursuant to Sections 105, 363, 1107 and 1108 of the Bankruptcy Code and Rules 2002, 6004, 9014 and 9019 of the Federal Rules of Bankruptcy Procedure Approving Settlement Agreement By and Between W. R. Grace & Co., et al. and the Scotts Company LLC [Filed: 8/8/09] (Docket No. 22735, Exhibit A)**
- b. **[Signed] Order for Leave From Scheduling Order and to Shorten Notice Period on Debtors' Motion for an Order Approving the Settlement Agreement By and Between W. R. Grace & Co., et al. and the Scotts Company LLC [Filed: 8/12/09] (Docket No. 22752)**

**Response Deadline:** August 31, 2009, at 4:00 p.m.

**Responses Received:** None as of the date of this Notice of Agenda.

**Status:** No objections have been filed and the Debtors will submit a Certificate of No Objection and request entry of an Order granting the Motion.

- 3. **Debtors' Motion for an Order Approving the Amended and Restated Settlement Agreement with Certain London Market Insurance Companies [Filed: 8/11/09] (Docket No. 22741)**

**Related Documents:**

- a. **[Proposed] Order Pursuant to Sections 105, 363, 1107 and 1108 of the Bankruptcy Code and Rules 2002, 6004, 9014 and 9019 of the Federal Rules of Bankruptcy Procedure Approving Amended and Restated Settlement Agreement with Certain London Market Insurance Companies [Filed: 8/11/09] (Docket No. 22741)**

**Response Deadline:** August 31, 2009, at 4:00 p.m.

**Responses Received:** None as of the date of this Notice of Agenda.

**Status:** No objections have been filed and the Debtors will submit a Certificate of No Objection and request entry of an Order granting the Motion.

4. **Motion of the Debtors for Entry of an Order Approving Stipulation Regarding Treatment of Certain Claims of the St. Paul Companies, Inc., Travelers Casualty and Surety Company of America and Certain of Their Affiliates and Subsidiaries Under the Plan [Filed: 8/11/09] (Docket No. 22745)**

**Related Documents:**

- a. **[Proposed] Order Approving Stipulation Regarding Treatment of Certain Claims of the St. Paul Companies, Inc., Travelers Casualty and Surety Company of America and Certain of Their Affiliates and Subsidiaries Under the Plan [Filed: 8/11/09] (Docket No. 22745, Exhibit C)**

**Response Deadline:** August 21, 2009, at 4:00 p.m.

**Responses Received:**

- a. **Response of Sheldon H. Solow, Solow Development Corporation, Solovieff Realty Company, LLC and Solow Building Company, LLC to Debtors' Motion for entry of an Order Approving Stipulation Regarding Treatment of Certain Claims of the St. Paul Companies Inc., Travelers Casualty Surety Company of America and Certain of Their Affiliates and Subsidiaries Under the Plan [Filed: 8/21/09] (Docket No. 22912)**

**Status:** No objections have been filed and the Debtors will submit a Certificate of No Objection and request entry of an Order granting the Motion.

5. **Debtors' Motion for an Order Approving the Amended and Restated Asbestos Settlement Agreement with Allstate Insurance Company [Filed: 8/14/09] (Docket No. 27787)**

**Related Documents:**

- a. **[Proposed] Order Pursuant to Sections 105, 363, 1107 and 1108 of the Bankruptcy Code and Rules 2002, 6004, 9014 and 9019 of the Federal Rules of Bankruptcy Procedure Approving Amended and Restated Asbestos Settlement Agreement with Allstate Insurance Company [Filed: 8/14/09] (Docket No. 22787)**

**Response Deadline:** August 31, 2009, at 4:00 p.m.

**Responses Received:** None as of the date of this Notice of Agenda.

**Status:** No objections have been filed and the Debtors will submit a Certificate of No Objection and request entry of an Order granting the Motion.

**DAUBERT MOTIONS AND MOTIONS IN LIMINE:**

6. **Plan Proponents' Motion in Limine to Exclude Expert Testimony of Alan Whitehouse, M.D., Arthur Frank, M.D., Craig Molgaard, PH.D., and Terry Spear, PH.D. [Filed: 8/13/09] (Docket No. 22766)**

**Related Documents:**

- a. **[Proposed] Order Granting Plan Proponents' Motion in Limine to Exclude Expert Testimony of Alan Whitehouse, M.D., Arthur Frank, M.D., Craig Molgaard, PH.D., and Terry Spear, PH.D. [Filed: 8/13/09] (Docket No. 22766)**
- b. **Arrowood's Limited Joinder to Plan Proponents' Motion in Limine to Exclude Expert Testimony of Alan Whitehouse, M.D., Arthur Frank, M.D., Craig Molgaard, PH.D., and Terry Spear, PH.D. [Filed: 8/14/09] (Docket No. 22804)**
- c. **Notice of Amendments to Plan Proponents' Motion in Limine to Exclude Expert Testimony of Alan Whitehouse, M.D., Arthur Frank, M.D., Craig Molgaard, PH.D., and Terry Spear, PH.D. [Filed: 8/19/09] (Docket No. 22851)**

**Response Deadline:** September 1, 2009, at 4:00 p.m.

**Responses Received:** None as of the date of this Notice of Agenda.

**Reply Deadline:** September 4, 2009, at 4:00 p.m.

**Replies Received:** None as of the date of this Notice of Agenda.

**Status:** No separate argument will be held on this motion. It will be taken under advisement and addressed by the Court in conjunction with the Confirmation Hearing.

7. **Plan Proponents' Motion in Limine to Exclude Testimony of Individual Claimants Regarding Grace's Culpability and the Effect of Asbestos Illness [Filed: 8/14/09] (Docket No. 22798)**

**Related Documents:**

- a. **[Proposed] Order Granting Motion of the Plan Proponents to Exclude Testimony of Individual Claimants Regarding Grace's Culpability and the Effect of Asbestos Illness [Filed: 8/14/09] (Docket No. 22798)**

**Response Deadline:** August 28, 2009, at 4:00 p.m.

**Responses Received:**

- a. **Libby Claimants' Response to the Plan Proponents' Motion in Limine to Exclude Testimony of Individual Claimants Regarding Grace's Culpability and the Effect of Asbestos Illness [Filed: 8/28/09] (Docket No. 23019)**

**Status:** No separate argument will be held on this motion. It will be taken under advisement and addressed by the Court in conjunction with the Confirmation Hearing.

8. **Plan Proponents' Motion in Limine to Preclude Expert Testimony on Behalf of the Libby Claimants Where the Reliance Materials on Which the Testimony Is Based Have Not Been Produced [Filed: 8/14/09] (Docket No. 22800)**

**Related Documents:**

- a. **[Proposed] Order Granting Motion Plan Proponents' Motion in Limine to Preclude Expert Testimony on Behalf of the Libby Claimants Where the Reliance Materials on Which the Testimony Is Based Have Not Been Produced [Filed: 8/14/09] (Docket No. 22800)**
- b. **Arrowood's Joinder to Plan Proponents' Motion in Limine to Preclude Testimony on Behalf of the Libby Claimants Where the Reliance Materials on Which the Testimony is Based Have Not Been Produced [Filed: 8/17/09] (Docket No. 22827)**

**Response Deadline:** August 28, 2009, at 4:00 p.m.

**Responses Received:** None as of the date of this Notice of Agenda.

**Status:** No separate argument will be held on this motion. It will be taken under advisement and addressed by the Court in conjunction with the Confirmation Hearing.

9. **The Plan Proponents' Motion to Exclude or Limit Testimony of James B. Shein Pursuant to Daubert and Rules 702 and 703 of the Federal Rules of Evidence [Filed: 8/14/09] (Docket No. 22809)**

**Related Documents:**

- a. **[Proposed] Order Granting Plan Proponents' Motion to Exclude or Limit Testimony of James B. Shein Pursuant to Daubert and Rules 702 and 703 of the Federal Rules of Evidence [Filed: 8/14/09] (Docket No. 22809)**

**Response Deadline:** August 28, 2009, at 4:00 p.m.

**Responses Received:**

- a. **Opposition to the Plan Proponents' Motion to Exclude or Limit the Testimony of James B. Shein Pursuant to Daubert and Rules 702 and 703 of the Federal Rules of Evidence [Filed: 8/28/09] (Docket No. 23011)**

**Status:** No separate argument will be held on this motion. It will be taken under advisement by the Court in conjunction with the Confirmation Hearing.

10. **Plan Proponents' Motion in Limine to Exclude the Expert Report and Testimony of George L. Priest [Filed: 8/14/09] (Docket No. 22815)**

**Related Documents:**

- a. **[Proposed] Order Granting Plan Proponents' Motion in Limine to Exclude the Expert Report and Testimony of George L. Priest [Filed: 8/14/09] (Docket No. 22815)**

**Response Deadline:** August 28, 2009, at 4:00 p.m.

**Responses Received:**

- a. **Objections of Certain Objecting Insurers to Motion in Limine of Plan Proponents to Exclude Testimony of Professor George L. Priest [Filed: 8/28/09] (Docket No. 23012)**

**Status:** No separate argument will be held on this motion. It will be taken under advisement and addressed by the Court in conjunction with the Confirmation Hearing.

**DEPOSITION DESIGNATIONS AND OBJECTIONS:**

11. **The Plan Proponents' Objections and Counter-Designations To The Objecting Parties' and Arrowood Indemnity Company's Phase II Designations [Filed: 8/20/09] (Docket No. 22903)**

**Related Documents:**

- a. **Notice of Debtors' Filing of Deposition Designations, Counter Designations and Counter-Counter Designations and Objections Thereto Regarding the First Amended Joint Plan of Reorganization [Filed: 8/27/09] (Docket No. 22996)**
- b. **Plan Proponents' Motion to Strike and Objections and Counter-Designations to the State of Montana's Amended Designations and Anderson Memorial's Untimely Designations [Filed: 8/27/09] (Docket No. 22995)**

- c. **Arrowood's Motion to Strike, and Objections to, the Libby Claimants' Designation of the Depositions of Twenty-One Individual Claimants Taken Outside the Bankruptcy [Filed: 8/28/09] (Docket No. 23018)**
- d. **CNA Companies' Joinder to Arrowood's Motion to Strike, and Objection to, the Libby Claimants' Designation of the Depositions of Twenty-One Individual Claimants Taken Outside the Bankruptcy [Filed: 8/31/09] (Docket No. 23047)**

**Status:** These matters will be heard at a time yet to be determined by the Court.

Dated: September 1, 2009

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